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Proposed Attorneys for Chapter 11 Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF CALIFORNIA
(SACRAMENTO DIVISION)**

In re:

MATTERHORN GROUP, INC.,

Debtor.

VITAFREZE FROZEN CONFECTIONS,
INC.,

Debtor.

DELUXE ICE CREAM COMPANY,

Debtor.

- ☒ Affects ALL DEBTORS
☐ Affects only MATTERHORN GROUP, INC.
☐ Affects only VITAFREZE FROZEN
CONFECTIONS, INC.
☐ Affects only DELUXE ICE CREAM COMPANY

[Proposed] Lead Case No. 10-39672 (MSM)
[Proposed] Jointly Administered with Case
Nos. 10-39664 (MSM), and 10-39670 (MSM).¹

DC No. LNB-2

Chapter 11 Case

**DEBTORS' EMERGENCY MOTION FOR
JOINT ADMINISTRATION**

Hearing:

Date: TBD

Time: TBD

Place: Department A
Judge Michael S. McManus
Courtroom No. 28
Floor No. 7
Robert T. Matsui Courthouse
501 I Street
Sacramento, CA 95814

¹ Motion for Joint Administration pending.

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1 Matterhorn Group, Inc. (“MGI”), Vitafreze Frozen Confections, Inc. (“Vitafreze”), and
2 Deluxe Ice Cream Company (“Deluxe”), the debtors and debtors in possession in the above-
3 captioned (proposed) jointly administered Chapter 11 bankruptcy cases (the “Debtors”), hereby
4 move pursuant to Fed.R.Bankr.P. 1015(b), by way of this motion (the “Motion”), for the entry of
5 an order for joint administration of the above-referenced cases (the “Cases”).

6 As discussed in the accompanying Memorandum of Points and Authorities in support of
7 the Motion (the “Memorandum”), the Debtors filed their voluntary Chapter 11 bankruptcy Cases
8 on July 26, 2010 (the “Petition Date”). The Debtors continue to operate their business, manage
9 their financial affairs, and operate their bankruptcy estates as debtors in possession pursuant to
10 Sections 1107 and 1108 of the Bankruptcy Code.

11 MGI owns 100% of the equity of Vitafreze and Deluxe.² The Debtors share common
12 management and prepare consolidated financial statements. The Debtors are in the frozen dessert
13 industry. Collectively, the Debtors are one of the largest independent producers of ice cream and
14 water-ice novelty products in the United States. The Debtors operate from an administrative
15 office located in Las Vegas, Nevada, and manufacturing facilities located in Sacramento,
16 California, and Salem, Oregon, and have approximately 31 non-union employees and 226 union
17 employees. The Debtors are “affiliates” of each other, as the term is defined by Section 101(2) of
18 the Bankruptcy Code, and the Debtors believe that joint administration of their Cases is both
19 appropriate and necessary.

20 Joint administration will avoid duplicative expenses and will ensure that creditors in the
21 Cases will receive appropriate notice of pertinent matters. In addition, the Debtors believe that
22 joint administration of the Cases, including the use of a single pleadings docket, the combining of
23 notices to creditors of the different estates, and the joint handling of purely administrative matters
24 will aid in expediting the Cases and rendering the process less costly, without prejudicing the
25 substantive rights of any creditor.

26
27 ² MGI also owns 100% of the equity of Matterhorn Ice Cream, Inc. that entity is not operating and has not filed a
28 bankruptcy case.

The Debtors further believe that joint administration of the Cases will assist the Office of the United States Trustee in forming one (1) committee of unsecured creditors, which should further reduce costs to the estates. Additionally, the joint administration of the Cases will eliminate the need for the Debtors to file identical motions and orders in each of the Cases when seeking relief that is common to all three Debtors, will avoid the further waste of judicial resources related to, for example, the docketing of identical motions, declarations, and orders in the each of the Cases, and will permit the Debtors' estates to avoid the substantial copy costs and service costs associated with filing and serving motions and other pleadings in the Cases that seek collective relief for the Debtors. As a result, the Debtors hereby respectfully submit that cause exists to grant the Motion and that the following caption should be used in the jointly administered Cases:

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF CALIFORNIA
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In re:

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- ☐ Affects ALL DEBTORS
☐ Affects only MATTERHORN GROUP, INC.
☐ Affects only VITAFREZE FROZEN
 CONFECTIONS, INC.
☐ Affects only DELUXE ICE CREAM COMPANY

Lead Case No. _____
 Jointly Administered with Case Nos.
 _____, and _____.

DC No. []

Chapter 11 Case

[PLEADING]

Hearing:

Date: _____

Time: _____

Place: Department ____

Judge ____

Courtroom No. ____

Floor No. ____

Robert T. Matsui Courthouse

501 I Street

Sacramento, CA 95814

WHEREFORE, the Debtors respectfully request that this Court enter an order:

1. finding, among other things, that notice of this Motion was appropriate under the circumstances and complied with all applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, and the Local Bankruptcy Rules;
2. granting this Motion in its entirety;
3. authorizing the joint administration of the Cases;
4. approving the form of caption suggested by the Debtors herein; and
5. granting such other and further relief as the Court deems just and proper.

Date: July 26, 2010

LEVENE, NEALE, BENDER, YOO
& BRILL L.L.P.

/s/ Ron Bender

RON BENDER

TODD M. ARNOLD

Proposed Attorneys for Chapter 11 Debtors
and Debtors in Possession